

Exhibit B

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March 9, 2001

CERTIFIED MAIL RRR

Charlotte Russe Merchandising, Inc.
4645 Morena Boulevard
San Diego, California, 92117

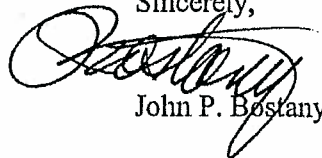
RE: CHARLOTTE'S ROOM

Dear Sir or Madam:

I represent GMA Accessories Inc., the owner of the trademark CHARLOTTE®. It has come to our attention that you may be engaged in the use in commerce of the mark CHARLOTTE'S ROOM.

Please immediately withdraw your trademark applications for this mark and provide me conformation that you have ceased and desisted using the name within seven days of this letter. Also please provide me with the amounts of items that you have purchased and sold under the CHARLOTTE'S ROOM name along with all documentation supporting purchases and sales. Please take notice that your failure to comply with these demands subjects you to a lawsuit for an injunction and with damages including attorney' fees and statutory damages.

Sincerely,


John P. Bostany

cc: GMA Accessories, Inc.

MAR-19-01 17:28 From:

T-786 P.01/04 Job-033

Cooley Godward LLP

ATTORNEYS AT LAW

FAX

THIS FACSIMILE AND THE INFORMATION IT CONTAINS ARE INTENDED TO BE A CONFIDENTIAL COMMUNICATION ONLY TO THE PERSON OR ENTITY TO WHOM IT IS ADDRESSED. IF YOU HAVE RECEIVED THIS FACSIMILE IN ERROR, PLEASE NOTIFY US BY TELEPHONE AND RETURN THIS ORIGINAL FAX TO THIS OFFICE BY MAIL.

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San Francisco, CA

DATE: March 19, 2001

PLEASE DELIVER TO:	PHONE No.	FAX No.
John P. Bostany, Esq. The Bostany Law Firm		1-212-504-6090

FROM: Lisa M. Martens

PHONE: (858) 550-6040

REPLY FAX: (858) 453-3555

NUMBER OF PAGES, INCLUDING COVER: 4	CLIENT NUMBER: 034051-201
ORIGINALS TO FOLLOW: No	REQUESTOR #: 10964

MESSAGE:

Re: Use of CHARLOTTE'S ROOM

If you do not receive all of the pages, please call
COMMUNICATIONS CENTER at (858) 550-6415 as
soon as possible.

MAR-19-01 17:28 From:

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March 19, 2001

VIA FACSIMILE (212) 504-6090

John P. Bostany, Esq.
The Bostany Law Firm
100 Maiden Lane
New York, New York 10038

Re: Use of CHARLOTTE'S ROOM

Dear Mr. Bostany:

We write in response to your March 9, 2001 letter to our client Charlotte Russe Merchandising, Inc. ("Charlotte Russe") claiming that Charlotte Russe's use of its CHARLOTTE'S ROOM mark may create a likelihood of confusion with your client, GMA Accessories, Inc.'s ("GMA") CHARLOTTE mark.

As you may know, Charlotte Russe has been using its CHARLOTTE RUSSE marks in connection with retail store services in the field of women's clothing and accessories since 1975, which appears to be long before GMA's use of any CHARLOTTE - based mark.

In your March 9, 2001 letter, you indicate that GMA is the owner of the CHARLOTTE mark. Our review of GMA's CHARLOTTE marks revealed the following registrations:

MARK	CLASS	GOODS	FIRST USE DATE
CHARLOTTE	9	Sunglasses	11/15/1996
CHARLOTTE	18	Sacks and bags, namely, handbags made of textiles and beads	11/00/1996
CHARLOTTE	25	Clothing, footwear and headgear, namely hats, scarves, gloves and socks	11/15/1996
CHARLOTTE	26	Hair accessories, namely, hair clips, scrunches, ribbons and braids	11/00/1996

Charlotte Russe currently owns the following CHARLOTTE RUSSE registrations which cover the same classes and many of the same specific items as GMA's CHARLOTTE registrations:

MAR-19-01 17:28 From:

T-786 P.03/04 Job-033

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John P. Bostany
 March 19, 2001
 Page Two

MARK	CLASS	GOODS	FIRST USE DATE	IS CHARLOTTE RUSSE SENIOR OR JUNIOR TO GMA?
CHARLOTTE RUSSE	42	Retail store services specializing in women's apparel and accessories	09/04/1975	Charlotte Russe is Senior
CHARLOTTE RUSSE (Stylized)	42	Retail store services specializing in women's apparel and accessories	09/04/1975	Charlotte Russe is Senior
CHARLOTTE RUSSE	18	Handbags, carry-on bags, backpacks, change purses, cosmetic cases sold empty, purses, travel bags and wallets	02/26/1991	Charlotte Russe is Senior
CHARLOTTE RUSSE	25	Clothing, namely, dresses, pants, shorts, skirts, blouses, jumpers, overalls, knit and woven tops, sweaters, t-shirts, pajamas...dressy shoes, sandals, boots....tights, leggings and socks....outerwear namely, jackets, vests, coats, shells; and headgear, namely hats, caps, headbands, visors and belts	02/26/1991	Charlotte Russe is Senior
CHARLOTTE RUSSE	26	Hair ornaments, namely, clips, pins, ribbons, barrettes, bands and scrunchies	08/04/1995	Charlotte Russe is Senior

While your letter demands that Charlotte Russe immediately withdraw its trademark applications for CHARLOTTE'S ROOM, these applications are far more similar to our client's earlier registered CHARLOTTE RUSSE marks, than to your client's CHARLOTTE mark. As such, we do not understand how your client can view CHARLOTTE'S ROOM as confusingly similar to CHARLOTTE, yet apparently see no confusion between the CHARLOTTE RUSSE and CHARLOTTE marks.

In fact, Charlotte Russe's registrations for the CHARLOTTE RUSSE marks are based on use that commenced more than 20 years prior to when GMA started using its CHARLOTTE mark. As the junior user, GMA has the duty to avoid adopting confusingly similar marks or interfering with Charlotte Russe's continued development of its product line (something that GMA should have realized when it adopted the CHARLOTTE mark knowing of our client's earlier rights).

MAR-19-01 17:29 From:

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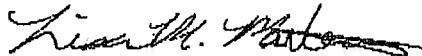
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John P. Bostany
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Page Three

In light of our client's senior rights in its CHARLOTTE RUSSE marks, we trust that GMA will agree to continue to peacefully coexist with our client, as it has for several years. However, should GMA disagree and attempt to enforce its rights in the CHARLOTTE mark against our client's use and registration of CHARLOTTE'S ROOM, Charlotte Russe intends to vigorously defend any such action and assert its prior rights in the CHARLOTTE RUSSE mark. To preserve our client's rights in this regard, we have already obtained an extension of time to oppose GMA's CHARLOTTE application in Class 25 to and including April 23, 2001.

Sincerely,

COOLEY GODWARD LLP



Lisa M. Martens

cc: John Dewey, Charlotte Russe Merchandising, Inc.
Anne H. Peck, Esq.

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5x87021.DOC
031901/1649

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March 20, 2001

Lisa M. Martens, Esq.
Cooley Godward LLP
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RE: CHARLOTTE'S ROOM

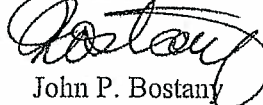
Dear Ms. Martens:

As you know, I represent GMA Accessories Inc., the owner of the trademark CHARLOTTE®.

We disagree with many of your contentions as it is our understanding that due to a period of non use your mark will be deemed abandoned. As of now GMA is the senior user.

However, to avoid a costly dispute and conserve legal fees, GMA hereby accepts your invitation to continue to "peacefully coexist" and we will not pursue commence litigation as we were preparing to do and you will not oppose trademark registration. This agreement is without waiver of GMA's rights to enforce all rights to the CHARLOTTE trademark in all classes as to all others. Unless I hear back from you or see that you perfect your opposition to the GMA application in the TTAB, we will close this file.

Sincerely,


John P. Bostany

cc: GMA Accessories, Inc.